

UNITED STATES OF AMERICA
DISTRICT OF MASSACHUSETTS

SECURITIES AND EXCHANGE
COMMISSION,
Plaintiff

v.

AMIT MATHUR and
ENTRUST CAPITAL MANAGEMENT,
INC.,
Defendants

and

AMR REALTY, LLC,
Relief Defendant.

No. 05-CV-10729 MLW

**ASSENTED-TO MOTION OF DEFENDANT AMIT MATHUR
TO MODIFY ORDER OF PRELIMINARY INJUNCTION**

The Defendant, Amit Mathur (“Mathur”), with the assent of all other parties, hereby moves to modify the Order of Preliminary Injunction entered by the Court on April 19, 2005 (the “Order”) to extend the time in which the defendants Mathur and Entrust Capital Management, Inc. (“Entrust”) and the relief defendant AMR Realty, LLC, must serve upon the plaintiff Securities and Exchange Commission (the “SEC”) an accounting as provided in Section IX of the Order, until the close of business on Monday, May 16, 2005. In support of this Motion, the defendant Mathur states:

1. Section IX of the Order provides that “Mathur, Entrust, and AMR shall each submit in writing and serve upon the [SEC], within fifteen (15) business days following entry of this Order upon them, an accounting, which accounting will not constitute any waiver of any rights that Mathur may have under the Fifth Amendment to the Constitution” Per the terms of the Order, the date the accounting was due was May 10, 2005.

2. Counsel for Mathur has consulted with the SEC and obtained its assent to the requested extension. Counsel for Entrust has also give his assent to this Motion. No party will be prejudiced by the requested extension.

WHEREFORE, Mathur, with the assent of all parties, requests that the Order be modified to extend the time in which the defendants and the relief defendant must submit an accounting to the SEC up to and including the close of business Monday, May 16, 2005.

Respectfully submitted,
AMIT MATHUR and
AMR REALTY, LLC
 by their attorneys

/s/ Nur-ul-Haq
 Gary C. Crossen, BBO No. 106580
 gcrossen@rubinrudman.com
 Nur-ul-Haq, BBO No. 647448
 nurulhaq@rubinrudman.com
 Rubin and Rudman LLP
 50 Rowes Wharf
 Boston, MA 02110
 (617) 330-7000
 (617) 439-9556 (facsimile)

ASSENTED-TO:

**THE SECURITIES AND EXCHANGE
 COMMISSION,**
 by its attorneys

/s/ R. Daniel O'Connor (NUH)
 R. Daniel O'Connor, BBO No. 634207
 oconnord@sec.gov
 Steven Y. Quintero, BBO No. 632079
 quinteros@sec.gov
 Risa A. King, BBO No. 648217
 kingr@sec.gov
 Securities and Exchange Commission
 73 Tremont Street, Suite 600
 Boston MA 02108
 (617) 573-8900
 (617) 424-5940 (facsimile)

**ENTRUST CAPITAL MANAGEMENT,
 INC.,**
 by its attorney

/s/ John A. Sten (NUH)
 John A. Sten, BBO No. 249577
 stenj@glaw.com
 Greenburg Traug, LLP
 One International Place, 3d Floor
 Boston, Massachusetts 02110
 (617) 310-6000
 (617) 310-6001 (facsimile)

Dated: May 12, 2005